

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re	§	
	§	
BIGLER LP;	§	Case No. 09-38188
BIGLER LAND, LLC;	§	Case No. 09-38189
BIGLER PETROCHEMICAL, LP;	§	Case No. 09-38190
BIGLER PLANT SERVICES, LP;	§	Case No. 09-38192
BIGLER TERMINALS, LP	§	Case No. 09-38194
	§	
	§	Chapter 11
Debtors.	§	
	§	JOINTLY ADMINISTERED
	§	UNDER CASE NO. 09-38188

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Amegy Bank National Association	§	
	§	
Plaintiff	§	
	§	
v.	§	Adv. Pro. No. 10-03304
	§	
Brazos M&E, Ltd., <i>et al.</i> ,	§	
	§	
Defendants.	§	
	§	

**STIPULATION AND ORDER REGARDING SUPERIORITY OF AMEGY'S LIENS  
AND DISMISSAL OF ADVERSARY PROCEEDING AS TO  
TEXAS PIPE & SUPPLY CO., LTD.**

Amegy Bank National Association ("Amegy"), Plaintiff in the above captioned adversary proceeding, and Defendant Texas Pipe & Supply Co., Ltd. ("Texas Pipe") (collectively "Parties") hereby stipulate and agree as follows:

WHEREAS, on October 30, 2009 (the "Petition Date"), each of Bigler LP ("Bigler"), Bigler Land, LLC ("Land"), Bigler Petrochemical, LP, Bigler Plant Services, LP and Bigler Terminals, LP (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of Texas;

WHEREAS, on December 9, 2009, the Court entered its Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (i) Approving Use of Cash Collateral; (ii) Granting Adequate Protection to Certain Prepetition Secured Parties; (iii) Authorizing Debtors to (a) Obtain Post-Petition Financing, and (b) Grant Senior Liens, Junior Liens and Superpriority Administrative Expense Status; and (iv) Granting Related Relief [Doc. No. 123] (the "Financing");



Order"). Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Financing Order;

WHEREAS, Texas Pipe filed a mechanic's lien in the real property records of Harris County, Texas under Clerk's File No. 20090457268 on October 6, 2009 in the amount of \$43,440.23; and

WHEREAS, the Parties to this Stipulation and Order are in agreement as to the priority of the Parties' lien claims on the Debtors' assets and have agreed to the stipulation and agreement set forth herein.

NOW, THEREFORE, THE PARTIES HERETO STIPULATE AND AGREE AS FOLLOWS:

1. Any and all liens, security interests, claims, rights and interests owned, claimed, held, filed, or to be owned, claimed, held or filed by Texas Pipe & Supply Co., Ltd., including, but not limited to, that certain mechanic's lien filed on October 6, 2009 in the real property records of Harris County, Texas under clerk's file number 20090457268 and any and all constitutional liens, against any and all of the Debtors' real property and improvements now or hereafter located thereon or against any other assets of Debtors (collectively, the "Property") are and shall be at all times junior, inferior and subordinate in all respects to the Pre-Petition Liens, the Replacement Liens and the DIP Liens granted to Amegy, for itself as a lender and as the Pre-Petition Agent, under the Pre-Petition Loan Documents and the DIP Documents. The above described liens held or filed by Texas Pipe shall be at all times junior, inferior and subordinate only to the extent, and not to exceed the amounts owed to Amegy as a lender and as the Pre-Petition Agent as outlined in the Financing Order signed on December 9, 2009, including but not limited to the Pre-Petition Obligations, the DIP Obligations, and the amount of any diminution in value with respect to the Pre-Petition Obligations.

2. No other fact or issue concerning the liens held or filed by Texas Pipe, nor concerning the proof(s) of claim filed by Texas Pipe, are adjudicated through this Stipulation or in this adversary proceeding, except to the extent provided in Paragraph 1 above.

3. Pursuant to Fed. R. Civ. P. 41(a), made applicable to this proceeding by Fed. R. Bankr. P. 7041, Texas Pipe & Supply Co., Ltd. is hereby dismissed from the instant adversary proceeding, with each of the parties to bear their own costs, fees and expenses.

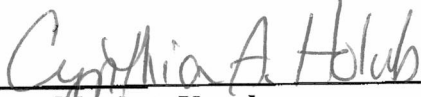
IT IS SO ORDERED.

SIGNED this \_\_\_\_\_ day of \_\_\_\_\_, 2010.

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HONORABLE JEFF BOHM  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND SUBMITTED BY:



**James Matthew Vaughn**

State Bar No. 24028088

**Cynthia A. Holub**

State Bar No. 00796773

Porter & Hedges, L.L.P.

1000 Main Street, 36<sup>th</sup> Floor

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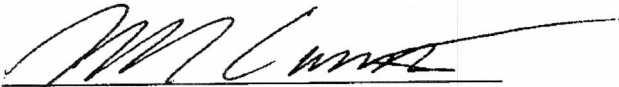
713-226-6000

713-228-1331 – facsimile

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AND



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